

**ORAL ARGUMENT NOT YET SCHEDULED**

No. 25-1004

**IN THE UNITED STATES COURT OF APPEALS  
FOR THE DISTRICT OF COLUMBIA CIRCUIT**

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UNITED STATES STEEL CORPORATION, ET AL.,  
*Petitioners,*

v.

THE COMMITTEE ON FOREIGN INVESTMENTS IN THE UNITED  
STATES, ET AL.,  
*Respondents.*

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On Petition for Review of Actions of President Biden and of the  
Committee on Foreign Investment in the United States

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**BRIEF OF AMICUS CURIAE ALLEGHENY CONFERENCE  
IN SUPPORT OF PETITIONERS**

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**Dated:** February 10, 2025     Joseph V. Schaeffer, Esquire  
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## CERTIFICATE AS TO PARTIES, RULINGS, AND RELATED CASES

### 1. Parties and Amici

There were no district court proceedings in this case.

The parties in this Court are:

Petitioners: United States Steel Corporation; Nippon Steel North America, Inc.; and Nippon Steel Corporation

Respondents: The Committee on Foreign Investment in the United States; Donald J. Trump, in his official capacity as President of the United States; Scott Bessent, in his official capacity as Secretary of the Treasury and Chairperson of the Committee on Foreign Investment in the United States; and James R. McHenry III, in his official capacity as Acting Attorney General of the United States

(Proposed) Intervenor: United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers International Union, AFL-CIO, CLC

*Amicus Curiae*: Local Governmental Officials and Local Union Officials (by consent); Allegheny Conference on Community Development (by consent); Former National Security and Law Enforcement Officials (by consent); Keidanren (Japan Business Federation), the Japan Chamber of Commerce and Industry, KEIZAI DOYUKAI (Japan Association of Corporate Executives), and the Japan-U.S. Business Council (by consent)

### 2. Rulings Under Review

Petitioners seek review of (a) President Biden's order blocking the merger between United States Steel Corporation, Nippon Steel North America, Inc., and Nippon Steel Corporation; and (b) the

action of the Committee on Foreign Investment in the United States referring the transaction to President Biden.

### **3. Related Cases**

This case has not previously been before this Court or any other court.

**Dated:** February 10, 2025

/s/ Joseph V. Schaeffer  
Joseph V. Schaeffer, Esquire

**DISCLOSURE STATEMENT  
PURSUANT TO CIRCUIT RULE 26.1**

Pursuant to Federal Rule of Appellate Procedure 26.1 and D.C. Circuit Rules 26.1 and 29(b), undersigned counsel certifies:

*Amicus curiae* Allegheny Conference on Community Development (Allegheny Conference) has no parent company and no publicly held company has a 10% or greater ownership interest in it.

The Allegheny Conference is a preeminent organization committed to improving the Pittsburgh region's economic future and quality of life. Consistent with its mission, the Allegheny Conference has a vested interest in advocating for policies that foster economic growth in the Pittsburgh region and against those that would thwart it. The Allegheny Conference now submits this *amicus curiae* brief to emphasize the significant benefits to the Pittsburgh region if the proposed combination of U. S. Steel and Nippon Steel is completed—and the significant consequences if it is not.

**Dated:** February 10, 2025

/s/ Joseph V. Schaeffer  
Joseph V. Schaeffer, Esquire

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**STATEMENT REGARDING CONSENT TO FILE  
AND SEPARATE BRIEFING**

Counsel for both Petitioners and Respondents advised that they do not oppose the filing of this *amicus* brief.

Pursuant to D.C. Circuit Rule 29(d), the Allegheny Conference certifies that a separate brief is necessary to provide its unique perspective on the consequences to the Pittsburgh region from the success or failure of the proposed combination of U. S. Steel and Nippon Steel.

Because the Allegheny Conference is not aware of any other *amicus* brief addressing these issues, it certifies pursuant to D.C. Circuit Rule 29(d) that joinder in a single brief with other *amici curiae* would be impracticable.

**Dated:** February 10, 2025

/s/ Joseph V. Schaeffer  
Joseph V. Schaeffer, Esquire

## STATEMENT OF AUTHORSHIP AND FINANCIAL CONTRIBUTIONS

No counsel for any party authored this brief in whole or in part and no entity or person, aside from the Allegheny Conference, its members, or its counsel, made any monetary contribution intended to fund the preparation or submission of this brief.

**Dated:** February 10, 2025

/s/ Joseph V. Schaeffer  
Joseph V. Schaeffer, Esquire

## INTRODUCTION

Pittsburgh *is* the Steel City. And for more than 120 years, U. S. Steel has been a Pittsburgh-based company supplying steel to the world from Pittsburgh-region mills. Nippon Steel’s proposed combination with U. S. Steel would build upon that legacy by relocating Nippon Steel’s North American headquarters to Pittsburgh and investing more than \$1 billion in U. S. Steel’s longstanding production facilities in the Pittsburgh region’s Mon Valley (the Mon Valley Works).

Loss of that opportunity would be devastating for the region, potentially setting in motion the closure of the Mon Valley Works, the loss of thousands of jobs, the foundation for a similar negative impact on companies within the supply chain, and the eventual relocation of U. S. Steel’s headquarters—and with it, the economic collapse of the communities that comprise the Mon Valley. Pittsburgh would, in short, lose the avatar of the industry that is the region’s beating heart. The Allegheny Conference accordingly urges this Court to grant the Petition for Review and invalidate the actions of the Committee on Foreign Investment in the United States (CFIUS) and former President Biden that would block this combination.

## **IDENTITY AND INTEREST OF *AMICUS CURIAE***

The Allegheny Conference is a preeminent organization committed to improving the Pittsburgh region's economic future and quality of life. Organized in 1944 by civic leaders from the public and private sector, the Allegheny Conference brings together leaders across the Pittsburgh region to define and communicate a regional vision, build partnerships and mobilize action to advance that shared vision for the future.

The Allegheny Conference has been instrumental in supporting legislation for pollution control, brownfields redevelopment, public transportation, and home-rule governance. It has spearheaded transformative public development projects like the creation and development of Point State Park, the Pittsburgh Cultural District, Pittsburgh's professional baseball and football stadiums, PNC Park and Acrisure Stadium, and, most recently, downtown Pittsburgh's revitalization. The Allegheny Conference has also worked tirelessly to attract billions of dollars in private investment to the Pittsburgh region.

The Allegheny Conference's 2030 strategic plan—*Next is Now*—focuses on developing regional vitality through the “triple bottom line” of

thriving people, quality of place, and a strong, inclusive economy.<sup>1</sup> Growth is crucial. By 2030, the economy is projected to grow by 6% in Pennsylvania, 10% in the greater United States, 7% in competitive benchmark communities, and 14% in aspirational benchmark communities.<sup>2</sup> Pittsburgh's economy, however, is projected to grow by only 3%—meaning that the region will continue to fall further behind without new sources of growth.<sup>3</sup> *Next is Now* sets an ambitious goal of doubling growth to 6%, which would mean 75,000 new jobs, \$5 billion in additional wage earnings, and \$9 billion in additional GDP.<sup>4</sup>

Some of that growth will need to come from foreign direct investment. Today, nearly 500 foreign-owned enterprises have operations in the Pittsburgh—led by 97 from Germany, 86 from the United Kingdom, and 46 from Nippon Steel's home country of Japan.<sup>5</sup> And, together, they employ an estimated 51,000 people in the Pittsburgh

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<sup>1</sup> *Next is Now: A 10-year Vision of Vitality for the Pittsburgh Region*, Allegheny Conference, available at: <https://bit.ly/4gqpAZb> (last accessed Feb. 5, 2025).

<sup>2</sup> *Id.* at 8.

<sup>3</sup> *Id.*

<sup>4</sup> *Id.*

<sup>5</sup> *Foreign-Owned Firms by Country, Data on Demand, Pittsburgh Region*, available at: <https://bit.ly/4107d8V> (last accessed Feb. 4, 2025).

region.<sup>6</sup> Indeed, the *Financial Times* and Nikkei's most recent "Investing in America" ranking listed Pittsburgh as the second-best location in the United States for foreign multinationals to do business.<sup>7</sup>

Consistent with its mission, the Allegheny Conference has a vested interest in advocating for policies that foster economic growth in the Pittsburgh region and against those that would thwart it. In furtherance of that goal, the Allegheny Conference released three statements during the CFIUS review process in support of the Nippon Steel and U. S. Steel combination.<sup>8</sup> The Allegheny Conference now submits this *amicus curiae* brief to emphasize the significant benefits to the Pittsburgh region if the proposed combination of U. S. Steel and Nippon Steel is completed—and

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<sup>6</sup> *Id.*

<sup>7</sup> *Houston overtakes Miami as best place for foreign businesses in annual FT-Nikkei ranking*, *Financial Times*, available at: <https://bit.ly/410QhPB> (last accessed Feb. 4, 2025).

<sup>8</sup> *Statement from Allegheny Conference on Community Development Chief Executive Officer Stefani Pashman regarding Nippon Steel's acquisition of U. S. Steel*, Allegheny Conference on Cmty. Dev. (Sept. 5, 2024), available at: <https://bit.ly/3CuATlo> (last accessed Feb. 5, 2024); *Nippon Steel Deal – Statement from Allegheny Conference CEO Stefani Pashman on behalf of the Board of Directors*, Allegheny Conference on Cmty. Dev. (Dec. 16, 2024), available at: <https://bit.ly/4gsXY5G> (last accessed Feb. 5, 2024); *Nippon Steel Deal – Statement from Allegheny Conference CEO Stefani Pashman on behalf of the Board of Directors*, Allegheny Conference on Cmty. Dev. (Jan. 3, 2025), available at: <https://bit.ly/4aOgdkU> (last accessed Feb. 5, 2025).



the significant negative consequences if it is not. In doing so, the Allegheny Conference urges this Court not to turn a blind eye to the real-life consequences of sustaining former President Biden's block of the proposed combination of Nippon Steel and U. S. Steel and to grant the Petition for Review.

### ARGUMENT

Under section 721 of the Defense Production Act, the President may block a transaction only if he finds that there is credible evidence that the transaction threatens to impair national security *and* the threat cannot be mitigated adequately and appropriately through other laws.<sup>9</sup> Here, any fair assessment of national security interests should have considered the interests of the region in which U. S. Steel operates. The record, however, indicates that the interests of the Pittsburgh region were not fully considered when President Biden blocked the combination of Nippon Steel and U. S. Steel.

The consequence of this oversight is that, after weathering the collapse of the steel industry in the 1970s and 1980s, U. S. Steel and Pittsburgh once again find themselves asking whether steelmaking can

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<sup>9</sup> 50 U.S.C. § 4565(d)(4).

survive in the Steel City. The steelmaking facilities that U. S. Steel operates in the Mon Valley communities of Braddock, Clairton, and West Mifflin have a limited lifespan without investment and upgraded technology.<sup>10</sup> And once its ties to the Pittsburgh region are lost, U. S. Steel will almost certainly relocate its headquarters out of Pittsburgh.<sup>11</sup> Nippon Steel's proposed combination with U. S. Steel offers the Pittsburgh region the rare opportunity to not just avoid this outcome but to expand upon the region's steelmaking legacy and secure it for generations to come.

#### **A. Pittsburgh's Golden Age and Collapse**

Manufacturing was once the foundation of Pittsburgh's economy, and steel was at its core. By 1900, Pittsburgh's manufacturing output was worth more than that of Cleveland and Detroit combined, and the city's population had swelled to more than 533,000 people.<sup>12</sup> The next

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<sup>10</sup> *See, e.g.*, Pet. for Review, Ex. H, Enclosure 1 at 5 (“U. S. Steel lacks the capital and expertise to deploy significant capital toward its integrated facilities.”).

<sup>11</sup> *Id.* at 4 (“[T]he inevitable outcome will be ... eventually moving U. S. Steel's headquarters from Pennsylvania.”).

<sup>12</sup> William S. Dietrich II, *A Very Short History of Pittsburgh*, Pittsburgh Quarterly (Aug. 25, 2008), available at: <https://bit.ly/4hhqjgy> (last accessed Feb. 4, 2025).

year, U. S. Steel was formed from the combination of Carnegie Steel and Federal Steel Company.<sup>13</sup> By 1910, Pittsburgh was producing 25 million tons of steel per year—more than 60% of the nation’s total output.<sup>14</sup> By 1930, Pittsburgh’s population peaked at 699,817 people.<sup>15</sup> And by 1970, Pittsburgh’s manufacturing industry had made it the third largest corporate headquarters city in the United States.<sup>16</sup> The Steel City was at its peak, with U. S. Steel at the fore.

Then came the collapse. By 1982, nearly half of the nation’s 450,000 steelworkers had lost their jobs.<sup>17</sup> Moreover, what little investment remained tended to flow further Midwest to facilities located closer to the ultimate customers in the appliance and automobile industries.<sup>18</sup> Unemployment in some Western Pennsylvania areas reached as high as

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<sup>13</sup> Our History, United States Steel, *available at*: <https://bit.ly/4jUM73s> (last accessed Feb. 4, 2025).

<sup>14</sup> Dietrich II, *A Very Short History of Pittsburgh*, *supra*.

<sup>15</sup> *Id.*

<sup>16</sup> *Id.*

<sup>17</sup> Lydia Chavez, *Bethlehem Steel to Cut 7,300 Jobs at Upstate Plant*, N.Y. Times (Dec. 28, 1982), *available at*: <https://nyti.ms/40DJD0q> (last accessed Feb. 4, 2025).

<sup>18</sup> Dietrich II, *A Very Short History of Pittsburgh*, *supra*.

27%,<sup>19</sup> more than six times the current national average.<sup>20</sup> By the end of the decade, 29 steel companies had shut their doors, and Pittsburgh had lost 75% of its steelmaking capacity.<sup>21</sup> Pittsburgh had lost 75% of its corporate headquarters, too.<sup>22</sup> U. S. Steel was one of the few companies left standing.

### **B. Pittsburgh's Post-Collapse Recovery**

The U. S. Steel to emerge from the 1980s was not the same company that had led Pittsburgh's industrial rise. As Petitioners note in their Petition for Review, U. S. Steel had been shrinking since the days of its peak employment and peak production capacity in 1943 and 1953, respectively.<sup>23</sup> It was dropped from the Dow Jones Industrial Average in 1991 and from the S&P 500 in 2014.<sup>24</sup> And by the late 2010s, U. S. Steel was focusing its limited capital on newer mini-mills instead of its

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<sup>19</sup> Eleanor Klibanoff, *How to Close a Steel Mill: Lessons from Pittsburgh*, WHYY (Jan. 21, 2016), available at: <https://bit.ly/4hHFYpo> (last accessed Feb. 4, 2025).

<sup>20</sup> Lucia Mutikani, *US labor market exits 2024 with strong job gains, drop in unemployment rate*, Reuters (Jan. 10, 2025), available at: <https://reut.rs/40Lvkgz> (last accessed Feb. 6, 2025).

<sup>21</sup> Dietrich II, *A Very Short History of Pittsburgh*, *supra*.

<sup>22</sup> *Id.*

<sup>23</sup> Pet. for Review at 13.

<sup>24</sup> *Id.* at 14.

historical core facilities like the Mon Valley Works.<sup>25</sup> U. S. Steel even began floating a possibility that was once unthinkable: relocating its headquarters from Pittsburgh once the Mon Valley Works reached its eventual expiration date and closed.<sup>26</sup>

The communities that emerged from the steel industry's collapse were not the same as before, either. Pittsburgh recovered from the steel industry's collapse by reorienting its economy toward the technology, education, and healthcare sectors, but it continues to face challenges. Population, which peaked at nearly 700,000 in 1930,<sup>27</sup> hovered just above 300,000 by the early 2020s and continues to decline (and age).<sup>28</sup> Manufacturing now contributes only 83,000 jobs to regional employment

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<sup>25</sup> See, e.g., Pet. for Review, Ex. H, Enclosure 1 at 4 (“In April 2021, U. S. Steel canceled its plan for a new hot strip mill and co-generation plant at its Mon Valley Works in Pennsylvania after re-evaluating its capital allocation strategy in light of new environmental goals at the time.”) & 5 (“In the absence of the Transaction, U. S. Steel lacks the capital and expertise to deploy significant capital toward its integrated facilities.”).

<sup>26</sup> *Id.* at 4 (“[T]he inevitable outcome will be ... eventually moving U. S. Steel’s headquarters from Pennsylvania.”).

<sup>27</sup> Dietrich II, *A Very Short History of Pittsburgh*, *supra*.

<sup>28</sup> An-Li Herring, *The Pittsburgh metro area continued to lose population in 2022*, WESA (Mar. 31, 2023), available at: <https://bit.ly/40ZzjBb> (last accessed Feb. 4, 2025).

in comparison to its height of 382,000 jobs in the 1950s.<sup>29</sup> And financial headwinds have once again appeared on the horizon: population losses, coupled with reductions in office footprints that began during the COVID-19 pandemic, have led to more than \$500 million in property tax assessment cuts in the City of Pittsburgh alone.<sup>30</sup>

The communities of Braddock, Clairton, and West Mifflin that are home to the Mon Valley Works have struggled even more to recover. In 1960, those communities had 12,000, 18,000, and 27,000 residents, respectively.<sup>31</sup> If their populations had kept pace with national trends, those numbers would be approximately double today.<sup>32</sup> Instead,

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<sup>29</sup> Ryan Deto, *Pittsburgh region's manufacturing employment at lowest point in modern history*, Pittsburgh City Paper (Nov. 20, 2019), *available at*: <https://bit.ly/4gqDGdg> (last accessed Feb. 4, 2025).

<sup>30</sup> Mark Belko, *Downtown Pittsburgh hit with another \$64.9 million in assessment reductions*, Pittsburgh Post-Gazette (Jan. 30, 2025), *available at*: <https://bit.ly/3EhL2Cf> (last accessed Feb. 4, 2025).

<sup>31</sup> Number of Inhabitants: Pennsylvania, 18th Census of the United States, U.S. Census Bureau, *available at*: <https://bit.ly/3Q6DXHk> (last accessed Feb. 5, 2025).

<sup>32</sup> Historical Population Change Data (1910-2020), U.S. Census Bureau (Apr. 26, 2021), *available at*: <https://bit.ly/3Q6yxwg> (last accessed Feb. 5, 2025).

Braddock, Clairton, and West Mifflin have seen their populations decline to 1,700, 6,200, and 19,000 residents, respectively.<sup>33</sup>

Economic indicators for these communities are troubling, too. Today, the national poverty and employment rates are 11.1%<sup>34</sup> and 60%,<sup>35</sup> respectively, and median household income is estimated at \$80,610.<sup>36</sup> West Mifflin—the most prosperous of the three communities home to the Mon Valley Works—comes closest to these national averages with an employment rate of 59.3% a median household income of \$70,335, and a poverty rate of 11.9%.<sup>37</sup> Clairton, however, has an employment rate of 48.6%, a median household income of \$39,884, and a poverty rate of

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<sup>33</sup> Braddock Borough, Pennsylvania, U.S. Census Bureau, available at <https://bit.ly/4jIaC3J> (last accessed Feb. 5, 2025); Clairton City, Pennsylvania, U.S. Census Bureau, available at: <https://bit.ly/4jLxy1N> (last accessed Feb. 5, 2025); West Mifflin Borough, Pennsylvania, U.S. Census Bureau, available at: <https://bit.ly/40JDIXQ> (last accessed Feb. 5, 2025).

<sup>34</sup> National Poverty in America Awareness Month: January 2025, U.S. Census Bureau (Jan. 2025), available at: <https://bit.ly/40L5DXk> (last accessed Feb. 5, 2025).

<sup>35</sup> The Employment Report – December 2024, Bureau of Labor Statistics, U.S. Dep’t of Labor, available at: <https://bit.ly/3ElyghA> (last accessed Feb. 5, 2025).

<sup>36</sup> Gloria Guzman and Melissa Kollar, Income in the United States: 2023, U.S. Census Bureau (Sept. 10, 2024), available at: <https://bit.ly/4hLqVLm> (last accessed Feb. 5, 2025).

<sup>37</sup> West Mifflin Borough, Pennsylvania, U.S. Census Bureau, *supra*.



29.9%.<sup>38</sup> And Braddock has an employment rate of just 38.9%, a median household income of just \$24,489, and a poverty rate of 36%.<sup>39</sup> Moreover, until recently, both Braddock and Clairton were designated as “financially distressed” by state authorities—meaning their finances were subject to state oversight.<sup>40</sup>

These population and economic trends have left Mon Valley communities particularly reliant on the steel industry. U. S. Steel is the largest owner of land in Braddock and, accordingly, is the largest contributor to the municipal budget.<sup>41</sup> U. S. Steel similarly is the largest landowner in Clairton and contributes approximately \$300,000 of the \$1.2 million that that municipality collects each year in property tax

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<sup>38</sup> Clairton City, Pennsylvania, U.S. Census Bureau, *supra*.

<sup>39</sup> Braddock Borough, Pennsylvania, U.S. Census Bureau, *supra*.

<sup>40</sup> *Braddock leaves distressed municipality status*, KDKA News (July 19, 2023), available at: <https://cbsn.ws/4goQRLv> (last accessed Feb. 5, 2025) (noting that Braddock was subject to state financial supervision for 35 years); Irina Zhorov, *Clairton to exit distressed cities program*, WHYY (Nov. 24, 2015), available at: <https://bit.ly/3Q7Z2RQ> (last accessed Feb. 5, 2025) (noting that Clairton was subject to state financial supervision for 27 years).

<sup>41</sup> Obed Manuel, *U. S. Steel's decline nearly killed this town. Its sale could save it*, NPR (Oct. 23, 2024), available at: <https://n.pr/3ErCusC> (last accessed Feb. 5, 2025).

revenue—from which the municipality lives “paycheck to paycheck.”<sup>42</sup> And though West Mifflin is the Mon Valley Works community least dependent on U. S. Steel’s presence, its mayor has similarly emphasized the significance of the company to the local tax base.<sup>43</sup> This is no surprise: even without the potential closure of the Mon Valley Works, the school districts serving Braddock, Clairton, and West Mifflin have already seen property tax assessment reductions of \$6.1 million, \$3.1 million, and \$1.8 million, respectively.<sup>44</sup> They can ill afford more.

When U. S. Steel states that steelmaking in the Mon Valley has an expiration date without outside investment, elected leaders and community members fear a return of the economic and social conditions that followed upon the steel industry’s collapse in the 1970s and 1980s. Speaking of those who opposed the combination of Nippon Steel and U. S. Steel, Braddock Mayor Delia Lennon-Winstead asked, rhetorically,

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<sup>42</sup> Charlie Wolfson, *Mon Valley mayors buck union on U. S. Steel takeover, seeing ‘honorable’ Nippon*, Pennsylvania Capital-Star (Dec. 7, 2024), available at: <https://bit.ly/3Q9VG0s> (last accessed Feb. 5, 2025).

<sup>43</sup> *Why Local Stakeholders Support the Nippon Steel-US Steel Deal*, Hudson Institute (Dec. 3, 2024), available at: <https://bit.ly/3Eq4E7j> (last accessed Feb. 5, 2025).

<sup>44</sup> Ryan Deto, *‘Perfect Storm’: Property tax crisis threatens suburban Allegheny County school districts*, Pittsburgh Tribune-Review (Apr. 28, 2024), available at: <https://bit.ly/3CCJZwl> (last accessed Feb. 5, 2025).

“Do they know the devastation of closing the mill, what it would do to this area?”<sup>45</sup> West Mifflin Mayor Chris Kelly expressed similar sentiments, recalling an uptick in suicides and addictions during the last run of mill closures.<sup>46</sup> And Clairton Mayor Rich Lattanzi predicted simply that the closure of the Mon Valley Works would “take us off the map.”<sup>47</sup> “[We] need to keep the U. S. Steel and Nippon merger here,” Lattanzi has said.<sup>48</sup> “If not, the Mon Valley is not going to survive.”<sup>49</sup>

Mayor Coletta Perry of nearby Crafton agreed: “[We] have so many communities in this region who have never come back from the steel decline in the 80s that will lose what they have, because there’s no way that these facilities are going to survive in the long run.”<sup>50</sup> And for others, like Braddock Hills Mayor Jack Brown, the potential loss of steelmaking

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<sup>45</sup> Kris Maher et al., *Nippon Steel Finds Unlikely Ally in Pittsburgh Workers*, The Wall Street J. (Sept. 15, 2024), available at: <https://on.wsj.com/4aOmRHHV> (last accessed Feb. 5, 2025).

<sup>46</sup> *Id.*

<sup>47</sup> *Id.*

<sup>48</sup> Andy Sheehan, *Nippon looks for way forward with Mon Valley leaders after Biden rejects U. S. Steel merger*, KDKA News (Jan. 6, 2025), available at: <https://cbsn.ws/3Q4spnU> (last accessed Feb. 5, 2025).

<sup>49</sup> *Id.*

<sup>50</sup> Madeleine Rubin and Evan Robinson-Johnson, *Mon Valley, other elected officials predict ‘tough’ fallout after Biden blocks sale of U.S. Steel*, Pittsburgh Post-Gazette, (Jan. 3, 2025), available at: <https://bit.ly/4gC2YFq> (last accessed Feb. 5, 2025).

in the Mon Valley would be as devastating emotionally as it would be financially: “The thought of [the Mon Valley Works] going away is just heartbreaking.”<sup>51</sup>

The consequences of this issue cascade across the region, including in downtown Pittsburgh. At a time when Pittsburgh’s downtown is already reeling from COVID-era office downsizings, it can ill afford to lose a tenant occupying 230,000 square feet in the building that it built.<sup>52</sup> Nor can it afford to lose the estimated 1,000 employees who work there, pay the City’s wage tax, and frequent the businesses reliant on their foot traffic.<sup>53</sup> But the biggest blow might well be cultural: “Far beyond its economic impact, U.S. Steel remains critical to Pittsburgh’s identity and steel is infused in every Pittsburgher’s DNA.”<sup>54</sup>

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<sup>51</sup> Madeleine Rubin et al., *Across the Mon Valley, uncertainty abounds after Biden blocks Nippon’s bid to buy U. S. Steel*, Pittsburgh Post-Gazette (Jan. 3, 2025), available at: <https://bit.ly/3EmuOYO> (last accessed Feb. 5, 2025).

<sup>52</sup> Mark Belko, *Struggling Downtown Pittsburgh could face more financial issues if U. S. Steel moves headquarters*, Pittsburgh Post-Gazette (Jan. 5, 2025), available at: <https://bit.ly/42LcItG> (last accessed Feb. 5, 2025).

<sup>53</sup> *Id.*

<sup>54</sup> *Id.*

### C. The Youngstown Example

Pittsburgh does not need to look far to see what could happen to its communities if the Mon Valley Works closes. On the back of the steel industry, nearby Youngstown, Ohio, grew to more than 170,000 residents by 1930.<sup>55</sup> In 1969, approximately every other Youngstown worker was employed in the manufacturing industry, and the median Youngstown family earned \$7,650 after taxes—or approximately \$66,100 today.<sup>56</sup> Unemployment averaged about 3.8%. Most houses were priced between \$20,000 to \$30,000, and nearly 76% of residents owned their own home.<sup>57</sup>

Then came September 19, 1977, or “Black Monday.” That is when Youngstown Sheet & Tube announced that it would be closing its Campbell Works and laying off 5,000 people.<sup>58</sup> Youngstown never recovered. More steel mills shuttered, and, within a mere five years, the

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<sup>55</sup> Vince Guerrieri, *On the 40th Anniversary of Youngstown’s “Black Monday,” An Oral History*, Belt Magazine (Sept. 19, 2017), available at: <https://bit.ly/4gv2TDp> (last accessed Feb. 5, 2025).

<sup>56</sup> Analysis of the Youngstown-Warren, Ohio Housing Market as of January 1, 1969, Dep’t of Housing and Urban Dev., Fed. Housing Admin. (June 1969), available at: <https://bit.ly/4hKxhKL> (last accessed Feb. 5, 2025).

<sup>57</sup> *Id.* at 10 & Table V.

<sup>58</sup> Guerrieri, *On the 40th Anniversary of Youngstown’s “Black Monday,” An Oral History*, *supra*.

Youngstown region had lost 50,000 jobs.<sup>59</sup> When the mills were eventually torn down after efforts to restart them had failed, one resident described the experience as “like losing your soul.”<sup>60</sup>

Youngstown is currently home to just over 60,000 people and has a medium household income just shy of \$35,000<sup>61</sup>—nearly half that of its heyday 50 years ago and nearly \$45,000 less than the United States median.<sup>62</sup> Its unemployment rate is estimated at 5%<sup>63</sup> but does not account for a labor force participation rate that is well below the national average.<sup>64</sup> The homeownership rate has dropped to 56.1%,<sup>65</sup> and the median sales price for a Youngstown home is approximately \$61,000<sup>66</sup>—

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<sup>59</sup> *Id.*

<sup>60</sup> *Id.*

<sup>61</sup> Youngstown City, Ohio, U.S. Census Bureau, *available at: <https://bit.ly/4hoOCcC>* (last accessed Feb. 5, 2025).

<sup>62</sup> Guzman and Kollar, *Income in the United States: 2023*, *supra*.

<sup>63</sup> Youngstown-Warren-Boardman, OH-PA, Bureau of Labor Statistics, U.S. Dep’t of Labor, *available at: <https://bit.ly/3QcjZed>* (last accessed Feb. 5, 2025).

<sup>64</sup> The Employment Report – December 2024, Bureau of Labor Statistics, U.S. Dep’t of Labor, *supra*.

<sup>65</sup> Youngstown City, Ohio, U.S. Census Bureau, *supra*.

<sup>66</sup> Jahvene Davis, *An Update on Youngstown’s Population and Housing Trends*, Greater Ohio Policy Center (Aug. 16, 2022), *available at: <https://bit.ly/3Cqhhik>* (last accessed Feb. 5, 2025).

or nearly seven times less than the national median in the fourth quarter of 2024.<sup>67</sup> Youngstown is a shell of its former self.

Experts see the potential parallels here to Youngstown's fate. Paul Scracic, a professor at Youngstown State University, argues that it was a lack of investment in the region's mills that lay at the root of the Youngstown steel industry collapse.<sup>68</sup> He warns that "the[] [Mon Valley plants] are the ones that won't remain open" if the Nippon Steel and U. S. Steel combination fails.<sup>69</sup>

#### **D. The Nippon Steel Opportunity**

Nippon Steel's proposed combination with U. S. Steel will save the communities of the Mon Valley from the fate that befell Youngstown. Nippon Steel has committed as part of the proposed combination to invest more than \$1 billion to update those facilities.<sup>70</sup> Pittsburgh would become the new home to Nippon Steel's North American headquarters—and its

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<sup>67</sup> *Median Sales Price of Houses Sold for the United States*, Fed. Reserve Bank of St. Louis (Jan. 27, 2025), available at: <https://bit.ly/412I9ON> (last accessed Feb. 5, 2025).

<sup>68</sup> Joe Napsha, *With U. S. Steel deal axed, economic experts question future of Mon Valley steelmaking*, Pittsburgh Tribune-Review (Jan. 3, 2025), available at: <https://bit.ly/4hnhQso> (last accessed Feb. 5, 2025).

<sup>69</sup> *Id.* (second alteration in original).

<sup>70</sup> Pet. for Review at 74.



employees and their families.<sup>71</sup> Moreover, by making a binding commitment not to permanently idle any U. S. Steel facility (except one outside the Mon Valley) for 10 years without CFIUS approval,<sup>72</sup> Nippon Steel would secure steelmaking's place in Pittsburgh and the Mon Valley for years to come.

Nippon Steel's investment in the Mon Valley Works would be, first and foremost, a lifeline for those communities and the greater Pittsburgh region. There would be no more discussion of closing the Mon Valley Works or moving U. S. Steel's headquarters out of the area. The 3,700 people directly employed by U. S. Steel in Pennsylvania will continue to provide for their families, as will the more than 8,000 people whose employment is indirectly supported by U. S. Steel's presence.<sup>73</sup> Charities will continue to receive more than \$3 million in donations and in-kind contributions.<sup>74</sup> The Commonwealth and the municipalities where U. S.

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<sup>71</sup> *Id.* at 26.

<sup>72</sup> *Id.* at 59.

<sup>73</sup> U. S. Steel and Pennsylvania, United States Steel, *available at*: <https://bit.ly/42Gkl4k> (last accessed Feb. 4, 2024); *see also* Josh Bivens, *Updated employment multipliers for the U.S. economy*, Economic Policy Institute (Jan. 23, 2019), *available at*: <https://bit.ly/3WOaEwW> (last accessed Feb. 4, 2025) (finding that “the number of indirect jobs lost for every 100 direct jobs lost are 744.1 for durable manufacturing”).

<sup>74</sup> U. S. Steel and Pennsylvania, United States Steel, *supra*.

Steel does business will continue to benefit from more than \$138 million in annual tax revenue.<sup>75</sup> And the region will retain the approximately \$3.6 billion in annual total economic impact.<sup>76</sup>

At the same time, Nippon Steel's investment in the Mon Valley Works would be an economic boon for the Pittsburgh region. An economic impact analysis prepared by Parker Strategy Group estimates that up to \$600 million of that \$1 billion investment could be spent in the Pittsburgh region on construction materials and labor. At a time when the Pittsburgh region is focused on growth and attracting business investment, this alone would generate up to \$1.2 billion in total economic impact, \$17 million in local tax revenue, and 6,100 jobs.<sup>77</sup>

Given these benefits, it is unthinkable that the combination of Nippon Steel and U. S. Steel could impair national security. Indeed, it is the *failure* of that combination that would threaten national security by setting in motion the shuttering of the Mon Valley Works, the

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<sup>75</sup> *Id.*

<sup>76</sup> *Id.*

<sup>77</sup> Parker Strategy Group, Projected Impact of \$1 Billion Investment by Nippon Steel Corporation into U. S. Steel's Southwestern Pennsylvania Operations (Oct. 1, 2024), *available at*: <https://bit.ly/42Fyjn0> (last accessed Feb. 4, 2025).

unemployment of thousands, and the United States' increased reliance on foreign steel. A region that reinvented itself and persevered after the collapse of the steel industry in the 1970s and 1980s should not be forced to endure another such period of trauma by its own government's misguided actions. What, after all, is the Steel City *without* steel?

### CONCLUSION

The Allegheny Conference is cognizant that this Court often grapples with academic or novel issues of great importance. But rarely has this Court ever been confronted with a case that will have such a direct impact on an entire region's economy and quality of life. And not just any region, but the place that forged the steel that built the bridges, buildings, and other structures that made the United States into the country it is today. For the reasons stated above, *amicus curiae* Allegheny Conference respectfully submits that this Court should grant the Petition for Review and invalidate the actions of CFIUS and former President Biden.

**Dated:** February 10, 2025

Respectfully submitted,

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**Dated:** February 10, 2025

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I hereby certify that the foregoing *Brief of Amicus Curiae Allegheny Conference* was electronically filed through this Court's CM/ECF system, which will send a notice of filing to the counsel registered to receive service through the Court's CM/ECF system via electronic filing.

**Dated:** February 10, 2025

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